and the conduct of the parties. *Keith* v. *Electrical Co.*, 136 Cal. 178; *Mansfield* v. *District Agr. Ass'n*, 154 Cal. 145. In the principal case the court held that there was evidence sufficient to justify a conclusion by the jury that the transaction constituted a "sale" of the property within the meaning of that term as used by the parties in their agreement.

TAXATION—"DOING BUSINESS."—Decedent, a wealthy non-resident, organized two corporations (one in New Jersey, the other in New York, both having main offices in New York city) to relieve her of some of her business, and transferred to them, on credit, about $24,000,000 worth of securities and mortgages. She retained 63/125 of the stock in the New Jersey corporation (giving most of the balance to her son), and although not a stockholder in the New York corporation, the capital stock was held in her interest. At the time of her death in 1916 the decedent held a $55,000 mortgage on New York property and savings deposits at interest and credits in New York banks and trust companies aggregating about $13,000,000. The Transfer Tax Law, Sec. 220, subd. 2, imposes a tax upon the property of a decedent "When the transfer is by will or intestate law of capital invested in business in the state by a non-resident of the state doing business in the state either as principal or partner." *Held,* decedent was not "doing business" in the state within the Transfer Tax Law. *In re Green's Estate* (May, 1921), 231 N. Y. 237.

Concededly, the corporations were "doing business" in New York, and the decedent had capital invested in both of them. But unless the business carried on by a corporation can be held to be that of its individual stockholders, the corporations' activities in selling securities, making investments, loaning money, etc., would not warrant classifying the decedent as one "doing business" in New York. In an English case Lord Denman, C. J., said: "But as the case stands, it seems to us that the British corporation is, to all intents, the legal owner of the vessel, and entitled to the registry, and that we cannot notice any disqualification of an individual member which might disable him, if owner, from registering the vessel in his own name." *The Queen, etc.*, v. *Arnaud*, 16 L. J. R. N. S. (Com. Law) 50. A recent New York decision was to the same effect. *Schulz Co.* v. *Raimes & Co.*, 166 N. Y. Supp. 567, 100 Misc. Rep. 697. In that case 47/50 of the stock of a New Jersey corporation was owned by alien enemies; but the court concluded that it had no right to look behind the corporate entity to determine its character, so it did not have to decide whether or not an alien enemy could sue in our courts. See also *Peoples Pleasure P. Co.* v. *Rohleder*, 109 Va. 439. The facts in *Daimler Co.* v. *Continental Tyre and Rubber Co.*, House of Lords [1916], 2 A. C. 307, were similar to those in *Schulz Co.* v. *Raines & Co., supra,* but it was held that the action could not be maintained. Although some of the lords believed they had a right to look behind the corporate entity to discover its character, it might well be said that the decision rested upon the unanimous opinion of the Lords that the secretary who brought suit for the corporation had no authority to do so. Whether or not holding the mortgage and the deposits and credits in banks and trust companies con-

stituted "doing business" in the state presents a more difficult problem. The Supreme Court of the United States defines "doing business" as "That which occupies the time, attention, and labor of men for the purpose of a livelihood or profit." *Flint* v. *Stone Tracy Co.*, 220 U. S. 107. Disposing of fifteen different cases, the court held that each of the following amounted to "doing business": managing and leasing a hotel; leasing ore lands for mining, and receiving a royalty; owning and leasing taxicabs, and collecting rents therefrom. In *Von Baumbach* v. *Sargent Land Co.*, 242 U. S. 503, leasing and selling land and disposing of stumpage was held to be "doing business." Courts usually decide that merely holding title to property and distributing the income to stockholders is not "doing business." *Zonne* v. *Minneapolis Syndicate*, 220 U. S. 187; *United States* v. *Emery, Bird, Thayer Realty Co.*, 237 U. S. 28. And if, in addition, the corporation is making investments, it is not "doing business." *McCoach* v. *Minehill & S. H. R. Co.*, 228 U. S. 295. Generally, a single transaction is not "doing business." *Potter* v. *The Bank of Ithaca*, 5 Hill 490; *Cooper Manufacturing Co.* v. *Ferguson*, 113 U. S. 727; *Florsheim Bros. D. G. Co.* v. *Lester*, 60 Ark. 120. But see *Boddy* v. *Continental Inv. Co.* (Ala., 1921), 88 So. 294, where it is decided that "one transaction will constitute a doing of business."

TORTS—LIABILITY OF MANUFACTURER TO THIRD PARTY FOR INJURY CAUSED BY UNSAFE PRODUCT.—Plaintiff bought chicken feed from a grain company which was a purchaser and not a selling agent of defendant. The feed contained too large a quantity of salt, and when fed to the plaintiff's chickens caused many of them to die. *Held*, that the plaintiff could not recover. *Tompkins* v. *Quaker Oats Co.* (Mass., 1921), 131 N. E. 456.

The court said, "it is a long established general rule that the manufacturer of an article is not liable to those who have no contractual relation with him for injuries resulting from negligence in its manufacture. This has been based on the various grounds of the absence of a legal duty to the plaintiff to use care in making the article, the break in the chain of legal causation, and the multiplicity of suits thought likely to result if the action were allowed." The court points out the various exceptions to the general rule, such as negligence in the preparation of food for human consumption; where the product is inherently dangerous, or commonly recognized as dangerous, to human life or health, such as poisonous drugs, etc. To the same effect is another recent Massachusetts case, *Windram Mfg. Co.* v. *Boston Blacking Co.* (1921), 131 N. E. 454, where the defendant manufactured cement for pasting linings to fabrics, such cement being deleterious in character and injurious to both the linings and the fabrics. In the case of *Schubert* v. *Clark Co.*, 49 Minn. 331, the action was brought to recover for injuries resulting from a defective step-ladder, and the manufacturer was held liable. In that case the court seems to have considered a step-ladder to be of a dangerous character. An exhaustive review of the cases was there made, but they are mostly cases of the sale of drugs and food for human consumption. See, in this connection, the note to *Craft* v. *Parker, Webb & Co.*, 96 Mich. 245, in 21 L. R. A. 139. See also note in 27 YALE L.